

Exhibit 9

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

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WAYMO LLC,

Plaintiff,

vs.

No. 3:17-cv-00939-WHA

UBER TECHNOLOGIES, INC.;

OTTOMOTTO LLC; OTTO TRUCKING,

INC.,

Defendants.

/

WAYMO & UBER CONFIDENTIAL ATTORNEYS' EYES ONLY

VIDEOTAPED DEPOSITION OF CAMERON POETZSCHER

SAN FRANCISCO, CALIFORNIA

MONDAY, JUNE 19, 2017

BY: ANDREA M. IGNACIO,
CSR, RPR, CRR, CCRR, CLR
CSR LICENSE NO. 9830
JOB NO. 2642012

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1 [REDACTED] 15:44
2 [REDACTED] 15:44
3 You know, for any number of reasons; right? 15:44
4 If we didn't like the terms or conditions, we wouldn't 15:44
5 have signed, same as any other deal. 15:44
6 Q The term sheet was signed on February 22nd, 15:44
7 2016, and the acquisition agreement was signed on 15:45
8 April 11th, 2016. 15:45
9 When did Uber decide that it was going to go 15:45
10 ahead with the transaction? 15:45
11 A I mean, on or about April 11th we got final 15:45
12 board approval. Obviously, we didn't do all this work 15:45
13 and make a last-minute, you know, flippant decision. 15:45
14 But clearly, we made a final decision on or about 15:45
15 April 11th. We got board approval, and we signed the 15:45
16 transaction. 15:45
17 Q How long did it take to get board approval? 15:45
18 A I mean, we had a board meeting. We had a 15:45
19 discussion at the -- with the board. I can't recall 15:45
20 how long it was. It was a serious discussion. And 15:45
21 then after that, we signed. I don't remember the 15:45
22 exact day of the board meeting, whether it's the same 15:45
23 day or previously. 15:45
24 Q Did you attend that board meeting? 15:45
25 A Yes. 15:45

1 Q Who else was there? 15:45

2 A The members of the Board of Directors. I 15:45

3 don't recall exactly who was there. 15:45

4 Q Were all of the members of the Board of 15:45

5 Directors there? 15:45

6 A I don't recall. 15:45

7 Q Do you recall any missing? 15:45

8 A I recall there were some on the phone, so 15:45

9 there were definitely some who weren't in the room. I 15:45

10 don't know if between phone and room, there were still 15:46

11 some who were not in attendance at all. I don't know. 15:46

12 Q Were there any discussions about whether -- 15:46

13 whether the acquisition should be brought to the 15:46

14 entire board versus only a portion of the board? 15:46

15 A I believe it was brought to a regular board 15:46

16 meeting where all of the board members were invited. 15:46

17 Whether they all attended, again, I can't recall. 15:46

18 Q But, as far as you know, all of the board 15:46

19 members were invited to that meeting? 15:46

20 A As far as I know. The only caveat I would 15:46

21 say is that I don't recall whether [REDACTED], who 15:46

22 was a Google executive, was still a member of the 15:46

23 board. So, to the extent he was, I'm sure we would 15:46

24 have not invited him or had him recuse himself. 15:46

25 Obviously, we had great concerns about having 15:46

1 a Google -- senior Google executive on our Board of 15:46
2 Directors. 15:46

3 Q Were there board meetings discussing the 15:46
4 acquisition of Otto, or NewCo before it became Otto, 15:47
5 prior to the one getting approval to go through with 15:47
6 the agreement? 15:47

7 A I don't recall for sure. I do believe we had 15:47
8 some discussions with the board in advance. I don't 15:47
9 believe they were suddenly notified of this deal and 15:47
10 approved it immediately on the same day. I think 15:47
11 there was some lead-up. 15:47

12 Q And was [REDACTED] included on that -- 15:47
13 included in those discussions? 15:47

14 A Not that I recall. And I doubt he would have 15:47
15 been, if he were even on the board at that time, 15:47
16 again. 15:47

17 Q Do you know if [REDACTED] was 15:47
18 specifically asked to recuse himself from board 15:47
19 meetings discussing this potential acquisition? 15:47

20 A I don't know. You'd have to ask our general 15:47
21 counsel or someone else who deals with board 15:47
22 practices. 15:47

23 Q Before we start talking about Exhibit 81, I'm 15:48
24 going to hand you the other pieces of the document I 15:48
25 previously gave you. 15:48

J U R A T

I, Cameron Poetzsch, do hereby certify
under penalty of perjury, that I have read the
foregoing transcript of my deposition in the matter of
Waymo LLC vs. Uber Technologies, Inc., et al., taken
on June 19, 2017, that I have made such corrections as
appear noted herein in ink, initialed by me; that my
testimony as contained herein, as corrected, is true
and correct.

DATED this ____ day of _____, 2017,
at _____.

SIGNATURE OF WITNESS